

Hearing Date: May 21, 2009
Hearing Time: 10:00 a.m. (prevailing Eastern time)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700
John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
Four Times Square
New York, New York 10036
(212) 735-3000
Kayalyn A. Marafioti
Thomas J. Matz

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:
Toll Free: (800) 718-5305
International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
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DELPHI CORPORATION, et al. : Case No. 05-44481 (RDD)
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Debtors. : (Jointly Administered)
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PROPOSED FORTY-THIRD OMNIBUS HEARING AGENDA

Location Of Hearing: United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, Room 610, 6th Floor, One Bowling Green, New York, New York 10004-1408

The matters set for hearing are divided into the following categories for the purposes of this Proposed Agenda:

- A. Introduction
- B. Continued Or Adjourned Matters (4 Matters)
- C. Uncontested, Agreed, Or Settled Matters (3 Matters)
- D. Contested Matters (1 Matter)
- E. Adversary Proceedings (None)

B. Continued Or Adjourned Matters*

1. Motion Of Donald R. Sweeton And Sarah E. Sweeton To Compel Debtor's Performance Under Lease Of Non-Residential Real Property And For Payment Of Administrative Expenses (Docket No. 16381)

Responses filed: *None.*

Reply filed: *None.*

Related filings: *None.*

Status: *This matter is being adjourned to the July 23, 2009 omnibus hearing.*

2. Motion Of CSX Transportation, Inc. To Compel The Payment Of Administrative Expense Claim Pursuant To 11 U.S.C. § 503(b)(1)(A) (Docket No. 16548)

Responses filed: *None.*

Reply filed: *None.*

* Motions found at the following docket numbers that appeared on previous Proposed Hearing Agendas have been voluntarily withdrawn from the agenda and would need to be re-noticed under the Case Management Order to be reinstated on an agenda: Docket Nos. 213, 4689, 4778, 4912, 5229, 5153, 6723, 6690, and 12833 (KECP Emergence Incentive Program, Equity Security Holders' Ex Parte Motion To File Supplemental Objection To STN Motion Under Seal, Mercedes-Benz U.S. International, Inc.'s Motion to File Claims, Methode Electronics, Inc.'s Setoff Motion, Computer Patent Annuities Limited's Motion To Assume Or Reject Executory Contract, Motion Of Sumida America Inc. To Allow Setoff/Recoupment And For Relief From Automatic Stay, ATEL Leasing Corporation's Motion To Allow Administrative Claim, and Debtors' Omnibus Objection to Claims for Postpetition Interest, respectively). In addition, the following adversary proceedings have also been withdrawn from the agenda and would be subject to re-noticing to be reinstated on a hearing agenda: NYCH LLC d/b/a RCS Computer Experience Adv. Pro. No. 06-01902, Docket No. 1 (Complaint To Recover Property Of The Estate), L&W Engineering Adv. Pro. No. 06- 01136, Docket No. 22 (Motion For Summary Judgment), Aksys Ltd. Adv. Pro. No. 06-01677, Docket No. 2 (Summons And Notice), and National Union Fire Insurance Company Of Pittsburgh, PA Adv. Pro. No. 07-01435, which has been settled as part of the MDL settlement and will be resolved upon the Court's approval of the MDL settlement.

Related filings: *None.*

Status: *This matter is being adjourned to the July 23, 2009 omnibus hearing.*

3. **"GM Arrangement Fourth and Fifth Amendment Approval Motion"** - Motion For Order, Authorizing Debtors To Enter Into Fourth Amendment And Fifth Amendment To Arrangement With General Motors Corporation (Docket No. 16411)

Responses filed: *None.*

Reply filed: *None.*

Related filings: *None.*

Status: *This matter is being adjourned to the May 29, 2009 non-omnibus hearing.*

4. **"Steering Option Exercise Motion"** - Motion For Order Under 11 U.S.C. Section 363 And Fed. R. Bankr. P. 6004 Authorizing And Approving Option Exercise Agreement With General Motors Corporation (Docket No. 16410)

Responses filed: *Michigan Department of Environmental Quality's Limited Objection to the Motion for Order Under 11 USC § 363 and Fed. R. Bankr. P. 6004 Authorizing and Approving Option Exercise Agreement with General Motors Corporation (Docket No. 16472)*

Response of Pension Benefit Guaranty Corporation To Debtors' Motion for Order Under U.S.C. § 363 and Fed. R. Bankr. P 6004 Authorizing and Approving Exercise Agreement (Docket No. 16475)

Limited Objection of the Official Committee of Unsecured Creditors To the Debtors' Motion for Order Under 11 U.S.C. § 363 and Fed R. Bankr. P. 6004 Authorizing and Approving Option Exercise Agreement with General Motors Corporation (Docket No. 16476)

Limited Objection of Wilmington Trust Company As Indenture Trustee to Motion for Order under 11 U.S.C § 363 and Fed. R. Bankr. P. 6004 Authorizing and Approving Option Exercise Agreement with General Motors Corporation (Docket No. 16478)

Objection to Motion /Limited Objection of the Tranche C Collective to Debtors' Motion for Order

*Under 11 U.S.C. 363 and Fed R. Bankr. P. 6004
Authorizing and Approving Option Exercise
Agreement with General Motors Corporation (Docket
No. 16492)*

*JPMorgan Chase Bank, N.A.'s Response and Limited
Objection to the Debtors' Motion for Order Under 11
U.S.C. § 363 and Fed. R. Bankr. P. 6004 Authorizing
and Approving Option Exercise Agreement With
General Motors Corporation (Docket No. 16493)*

Reply filed: *Debtors' Omnibus Reply In Support Of Steering
Option Exercise Motion (Docket No. 16500)*

Related filings: *None.*

Status: *This matter is being adjourned to the May 29, 2009
non-omnibus hearing.*

C. Uncontested, Agreed, Or Settled Matters

5. **"Fourth Amendment To DIP Credit Agreement Motion "**- Expedited Motion For Interim And Final Order Ratifying And Approving Debtors' Entry Into (A) Fourth Amendment To Amended And Restated DIP Credit Agreement, (B) First Amendment To Amended And Restated Security And Pledge Agreement, And (C) Related Documents In Connection Therewith (Docket No. 16587)

Responses filed: *None.*

Reply filed: *None.*

Related filings: *Order To Show Cause Why Expedited Motion For
Interim And Final Order Ratifying And Approving
Debtors' Entry Into (A) Fourth Amendment To
Amended And Restated DIP Credit Agreement, (B)
First Amendment To Amended And Restated Security
And Pledge Agreement, And (C) Related Documents
In Connection Therewith Should Not Be Granted
(Docket No. 16586)*

*Interim Order Ratifying And Approving Debtors'
Entry Into (A) Fourth Amendment To Amended And
Restated DIP Credit Agreement, (B) First Amendment
To Amended And Restated Security And Pledge*

Agreement, And (C) Related Documents In Connection Therewith (Docket No. 16610)

Status: *The final hearing with respect to this matter will be proceeding.*

6. **"Fifth § 1121(d) Statutory Committee Exclusivity Extension Motion" - Motion For Order, Solely As To Statutory Committees, Extending Debtors' Exclusive Periods Within Which To File And Solicit Acceptances Of Reorganization Plan Under 11 U.S.C. § 1121(d) (Docket No. 16594)**

Responses filed: *None.*

Reply filed: *None.*

Related filings: *None.*

Status: *The hearing with respect to this matter will be proceeding.*

7. **"Third Accommodation Amendment Motion" - Expedited Motion For Interim And Final Authorizing Debtors To (I) Enter Into Third Amendment To Accommodation Agreement With Certain Participating DIP Lenders And (II)(A) Enter Into Related Documents And (B) Pay Fees And Expenses In Connection Therewith (Docket No. 16599)**

Responses filed: *None.*

Reply filed: *None.*

Related filings: *Order To Show Cause Why Expedited Motion For Interim And Final Order Authorizing Debtors To (I) Enter Into Third Amendment To Accommodation Agreement With Certain Participating DIP Lenders And (II)(A) Enter Into Related Documents And (B) Pay Fees And Expenses In Connection Therewith (Docket No. 16598)*

Interim Order Authorizing Debtors To (I) Enter Into Third Amendment To Accommodation Agreement With Certain Participating Lenders And (II)(A) Enter Into Related Documents And (B) Pay Fees And Expenses In Connection Therewith (Docket No. 16609)

Status: *The final hearing with respect to this matter will be proceeding.*

D. Contested Matters

8. **"Brakes And Ride Dynamics Businesses Sale Motion"** - Motion for Orders Under 11 U.S.C. Sections 363, 365, 1123, and 1146 and Fed. R. Bankr. P. 2002, 6004, 6006, and 9014 (A)(I) Approving Bidding Procedures, (II) Granting Certain Bid Protections, (III) Approving Form and Manner of Sale Notices, and (IV) Setting Sale Hearing Date and (B) Authorizing and Approving (I) Sale of Debtors' Assets Comprising Debtors' Brakes and Ride Dynamics Businesses Free and Clear of Liens, Claims, and Encumbrances, (II) Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (III) Assumption of Certain Liabilities (Docket No. 16533)

Responses filed: *Response Of Pension Benefit Guaranty Corporation To Debtors' Bidding Procedures For Brakes And Ride Dynamics Business Sale Motion (Docket No. 16563)*

Reply filed: *Debtors Reply in Support of Motion for Orders Under 11 U.S.C. Sections 363, 365, 1123, and 1146 and Fed. R. Bankr. P. 2002, 6004, 6006, and 9014 (A)(I) Approving Bidding Procedures, (II) Granting Certain Bid Protections, (III) Approving Form and Manner of Sale Notices, and (IV) Setting Sale Hearing Date and (B) Authorizing and Approving (I) Sale of Debtors' Assets Comprising Debtors' Brakes and Ride Dynamics Businesses Free and Clear of Liens, Claims, and Encumbrances, (II) Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (III) Assumption of Certain Liabilities (Docket No. 16572)*

Related filings: *Order Under 11 U.S.C. §§ 363 and 1123 and Fed. R. Bankr. P. 2002 and 9014 (I) Approving Bidding Procedures, (II) Granting Certain Bid Protections, (III) Approving Form and Manner of Sale Notices, and (IV) Setting Sale Hearing Date in Connection With Sale of Brakes and Ride Dynamics Business (Docket No. 16588)*

Notice of Assumption and Assignment of Executory Contract or Unexpired Lease to Buyers in Connection With Sale of Brakes and Ride Dynamics Business (Docket No. 16593)

Objection of Tokico (USA), Inc. to Notice of Assumption and Assignment of Contract (Docket No. 16611)

*Withdrawal of Objection of Tokico (USA), Inc. to
Notice of Assumption and Assignment of Contract
(Docket No. 16626)*

Status: *The hearing with respect to this matter will be
proceeding.*

E. Adversary Proceedings (none)

Dated: New York, New York
May 20, 2009

SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP

By: /s/ John Wm. Butler, Jr.

John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler

333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700

- and -

By: /s/ Kayalyn A. Marafioti

Kayalyn A. Marafioti
Thomas J. Matz

Four Times Square
New York, New York 10036
(212) 735-3000

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession